

MINUTES OF MEETING

RHODE ISLAND AIRPORT CORPORATION

OPERATIONS AND CAPITAL COMMITTEE

MONDAY, JULY 28, 2008, AT 2:30 P.M.

IN THE MARY BRENNAN BOARD ROOM,

T. F. GREEN AIRPORT

2000 POST ROAD, WARWICK, RHODE ISLAND

The meeting of the Rhode Island Airport Corporation (“Corporation”) Operations and Capital Committee was called to order by Chairman, James Forte, at 3:00 p.m., in the Mary Brennan Board Room at T. F. Green Airport, 2000 Post Road, Warwick, Rhode Island, in accordance with the notice duly posted pursuant to the Open Meetings Law.

COMMITTEE MEMBERS PRESENT: James Forte; Robert D. Sangster; Joseph Cianciolo (arrived at 2:50 p.m.); Don Pillsbury (Ex-Officio Member).

COMMITTEE MEMBER ABSENT: Michael Traficante.

BOARD MEMBERS PRESENT: Russell Hahn.

ALSO PRESENT: Kevin A. Dillon, A.A.E., President and CEO; Peter A. Frazier, General Counsel; and those listed on the attendance sheet attached hereto.

1. Approval of the Minutes:

Mr. Forte moved that the minutes of the Operations and Capital Committee Meeting of May 21, 2008 be approved. Mr. Sangster seconded the motion. The motion was passed unanimously.

2. Open Forum:

Mr. Forte asked if anyone present wished to speak in Open Forum. No one came forward.

3. Report from Chair, Operations and Capital Committee:

There was no report. Mr. Forte took the opportunity however to thank the staff and Board for their words of encouragement and support during his recent surgery.

4. Executive Session:

(a) Discussion Related to Potential Litigation (Two Non-Public Matters) - R.I.G.L. § 42-46-5(a)(2).

At approximately 2:33 p.m., a motion was made by Mr. Sangster and seconded by Mr. Forte to go into Executive Session. By the following roll call vote the motion was passed unanimously.

YEAS: James Forte

Robert D. Sangster

NAYS: None

ABSTAIN: None

5. Reconvene to Open Session and Announcements:

At approximately 2:47 p.m., a motion was made by Mr. Sangster and seconded by Mr. Forte to reconvene to the Open Session. The motion was passed unanimously.

6. Open Forum:

Mr. Forte noted that several individuals had arrived after the executive session and asked if anyone present wished to speak in Open Forum.

Mr. Robert Craven, Esq., representing Federal Signal, and Mr. Don Vennell, representing Federal APD, addressed concerns with the contract award for the Parking Revenue Control Equipment at T. F. Green Airport. Mr. Vennell requested that the Committee defer any decision on the contract award pending further evaluation of the current provider's operations. Mr. Vennell stated that the current operator had been providing services at the airport for an extended

period of time, and he believed that his company could provide a higher level of support and more cost effective service to the airport. Mr. Forte thanked both Mr. Craven and Mr. Vennell for their comments.

7. Action Items:

(a) Consideration of and Action Upon Approval of a Change Order to Increase the Guaranteed Maximum Price (GMP) Agreement with Skanska USA Building, Inc., for the Terminal Security Project at T. F. Green Airport.

Mr. Dillon gave an overview of the project and the pending Change Orders. The recommendation is that the Committee authorize the President and CEO, or his designee, to execute a negotiated Change Order with Skanska USA Building, resolving 65 individual Change Order requests, subject to approval of the Board.

A motion was made by Mr. Forte and seconded by Mr. Sangster to approve the following resolution:

WHEREAS, the Rhode Island Airport Corporation (RIAC) has entered into a Guaranteed Maximum Price Agreement (GMP) with Skanska USA Building, Inc. (Skanska) to provide Construction Management at Risk Services for the Terminal Security Project; and

WHEREAS, the Terminal Security Project is included in the approved RIAC Fiscal Year 2009 Capital Improvement Program (CIP) budget in the amount of \$86,531,506; and

WHEREAS, RIAC staff has received and reviewed 65 Change Order Requests (CORs) from Skanska over the past several months totaling \$2,817,326 for work performed outside of the scope of the GMP; and

WHEREAS, several meetings have been held between RIAC and Skanska to review and negotiate the proposed CORs; and

WHEREAS, since issuing the GMP, RIAC has authorized 131 Change Orders totaling \$4,271,926, bringing the total amount of the GMP to \$72,434,626 before this proposed Change Order; and

WHEREAS, Skanska has submitted a proposal to RIAC in the amount of \$1,411,092 to reconcile these CORs.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Committee approves the attached resolution authorizing the President and CEO, or his designee, to execute a Change Order with Skanska USA Building, Inc. to reconcile the attached 65 Change Order Requests in the amount of \$1,411,092, subject to Board approval.

The motion was passed unanimously.

(b) Consideration of and Action Upon Approval of a Professional Services Agreement for Air Service Consulting and Development

Services.

Mr. Dillon gave an overview of the agreement. The recommendation is that the Committee authorize the President and CEO, or his designee, to execute a one-year Professional Services Agreement (PSA) with two one-year extensions, at the option of RIAC, subject to Board approval.

A motion was made by Mr. Sangster and seconded by Mr. Cianciolo to approve the following resolutions:

WHEREAS, the Rhode Island Airport Corporation (RIAC) is responsible for the operation and maintenance of airport facilities at the six Rhode Island airports; and

WHEREAS, it has been determined that there is a need for Air Service Consulting and Development Services at T. F. Green Airport; and

WHEREAS, RIAC has a fiscal year budget which provides funding for these services through its Operating & Maintenance (O&M) budget; and

WHEREAS, the approved Fiscal Year 2009 O&M budget includes \$85,000 in the Professional Fees line item for these services; and

WHEREAS, funding for expenditures under this agreement in future

**fiscal years will be established as part of the O&M budget process;
and**

**WHEREAS, RIAC issued a Request for Proposals (RFP) in May 2008
for these services; and**

**WHEREAS, RIAC received one submission from InterVISTAS, the
current provider of these services; and**

**WHEREAS, RIAC staff has been satisfied with the services provided
by InterVISTAS under the previous agreement and recommends
award of a Professional Services Agreement for Air Service
Consulting and Development Services to InterVISTAS.**

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

**That the Committee authorizes the President and CEO, or his
designee, to execute a one-year Professional Services Agreement
with two one-year extensions at the option of RIAC for Air Service
Consulting and Development Services with InterVISTAS, subject to
Board approval.**

The motion was passed unanimously.

**(c) Consideration of and Action Upon Approval of a Contract Award
for Repair and Rehabilitation Services to the Infield Oil/Water**

Separator System at T. F. Green Airport.

Mr. Dillon gave an overview of the contract. The recommendation is that the Committee authorize the President and CEO, or his designee, to execute a contract with ATC Group Services, Inc., for Repair and Rehabilitation Services to the Infield Oil/Water Separator System (OWS) at T. F. Green Airport, subject to Board approval.

A motion was made by Mr. Sangster and seconded by Mr. Cianciolo to approve the following resolution:

WHEREAS, the Rhode Island Airport Corporation (RIAC) is responsible for the operation and maintenance of airport facilities at T. F. Green Airport; and

WHEREAS, as part of the 1990's terminal expansion, the Infield Oil/Water Separator (OWS) System consisting of two 20,000 gallon tanks with Plate Separation Media was installed to meet Rhode Island Department of Environmental Management's (RIDEM) Water Quality and Rhode Island Pollutant Discharge Elimination System's (RIPDES) permit requirements; and

WHEREAS, the Airfield Maintenance Department has been conducting routine maintenance as outlined in the Operations and Maintenance (O&M) Manual provided with the system; and

WHEREAS, the O&M Manual outlines the process and schedule for the removal, inspection and cleaning of the Plate Separation Media, which Airfield Maintenance completed on the first tank in Fiscal Year 2008; and

WHEREAS, in October 2007, the Board authorized, and ATC completed, a rehabilitation of the first tank in the OWS system with the remaining tank to be budgeted and repaired in Fiscal Year 2009; and

WHEREAS, RIAC staff and ATC have negotiated a scope and fee for this work in an amount not-to-exceed \$70,000; and

WHEREAS, the approved Fiscal Year 2009 O&M budget includes \$60,000 to repair and rehabilitate the OWS under the Airfield Maintenance Department's Contracted Maintenance line item.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Committee hereby authorizes the President and CEO, or his designee, to execute a Contract with ATC Group Services, Inc. for Repair and Rehabilitation Services to the Infield Oil/Water Separator System at T. F. Green Airport in an amount not-to-exceed \$70,000, subject to Board approval.

The motion was passed unanimously.

(d) Consideration of and Action Upon Approval of Professional Services Agreements for “On-Call” Environmental Consultant Services at T. F. Green Airport and the Five General Aviation Airports.

Mr. Dillon gave an overview of the agreements. The recommendation is that the Committee authorize the President and CEO, or his designee, to negotiate and execute Professional Services Agreements (PSAs) with a three-year term for “On Call” Environmental Consultant Services with The Louis Berger Group, Inc; EA Engineering Science and Technology, Inc; and Vanasse Hangen Brustlin, Inc, subject to Board approval.

A motion was made by Mr. Sangster and seconded by Mr. Cianciolo to approve the following resolution:

WHEREAS, the Rhode Island Airport Corporation (RIAC) is responsible for the operation and maintenance of airport facilities at the six Rhode Island airports; and

WHEREAS, it has been determined that there is a need for On-Call Environmental Consultant Services including, but not limited to: general environmental consulting and compliance, water quality, stormwater and Rhode Island Pollution Discharge Elimination System (RIPDES) analysis and services, air quality, hazardous materials, including site characterization and remedial action planning,

underground and aboveground storage tank systems, asbestos management, environmental sustainability/stewardship, hazardous waste management and other services as necessary; and

WHEREAS, RIAC issued a Request for Proposals (RFP) for On-Call Environmental Consultant Services pursuant to RIAC's Procurement Rules and received fourteen proposals on May 30, 2008; and

WHEREAS, a Selection Committee comprised of Brenda Pope, Vice President of Environmental Management Systems; Ernie Zielinski, Environmental Projects Manager; Jay Brolin, Manager of Environmental Programs; and Beth Tetreault, Procurement Specialist, was formed to evaluate and review the proposals based on the evaluation criteria; and

WHEREAS, based on these evaluations the Selection Committee recommends the firms (1) The Louis Berger Group, Inc.; (2) EA Engineering Science and Technology, Inc. and (3) Vanasse Hangen Brustlin, Inc. to perform On-Call Environmental Consultant Services for a three-year period; and

WHEREAS, funding will be established on a task-by-task basis.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Committee approves the attached resolution authorizing the

President and CEO, or his designee, to negotiate and execute a Professional Services Agreements with a three-year term for “On-Call” Environmental Consultant Services with the following firms: (1) The Louis Berger Group, Inc.; (2) EA Engineering Science and Technology, Inc. and (3) Vanasse Hangen Brustlin, Inc., subject to Board approval.

The motion was passed unanimously.

(e) Consideration of and Action Upon Approval of Professional Services Agreements for “On-Call” Architectural and Engineering Consultant Services at T. F. Green Airport and the Five General Aviation Airports.

Mr. Dillon gave an overview of the agreements. The recommendation is that the Committee authorize the President and CEO, or his designee, to negotiate and execute Professional Services Agreements (PSAs) with a one-year term for On-Call Architectural and Engineering Consultant Services with the firms of McFarland Johnson, Inc; PB Americas, Inc; and HNTB Corporation, subject to Board approval.

A motion was made by Mr. Sangster and seconded by Mr. Cianciolo to approve the following resolution:

WHEREAS, the Rhode Island Airport Corporation (RIAC) is

responsible for the maintenance and operation of airport facilities at the six Rhode Island airports; and

WHEREAS, it has been determined that there is a need for On-Call Comprehensive Architectural and Engineering Consultant Services including, but not limited to: planning, design, construction administration and other services as necessary; and

WHEREAS, RIAC issued a Request for Proposals (RFP) for On-Call Architectural and Engineering Consultant Services pursuant to RIAC's Procurement Rules and received sixteen proposals on May 30, 2008; and

WHEREAS, a Selection Committee comprised of Ahmed Shihadeh, Manager of Engineering; Eric Seabury and Joe Levesque, Airport Engineers; and Beth Tetreault, Procurement Specialist, was formed to evaluate and review the proposals based on the evaluation criteria; and

WHEREAS, based on these evaluations the Selection Committee recommends the firms (1) McFarland Johnson, Inc.; (2) PB Americas, Inc.; and (3) HNTB Corporation to perform On-Call Architectural and Engineering Consultant Services for a one-year period; and

WHEREAS, funding will be established on a task-by-task basis.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Committee approve the attached resolution authorizing the President and CEO, or his designee, to negotiate and execute a Professional Services Agreements with a one-year term for On-Call Architectural and Engineering Consultant Services with the following firms: (1) McFarland Johnson, Inc.; (2) PB Americas, Inc.; and (3) HNTB Corporation, subject to Board approval.

The motion was passed unanimously.

(f) Consideration of and Action Upon Approval of an Energy Saving Performance Contract (ESPC) at T. F. Green Airport .

Mr. Dillon gave an overview of the contract. The recommendation is that the Committee authorize the President and CEO, or his designee, to enter into an Energy Saving Performance Contract (ESPC) with ConEdison Solutions based on the results of the recently completed Investment Grade Audit (IGA) at T. F. Green Airport, subject to Board approval.

A motion was made by Mr. Sangster and seconded by Mr. Cianciolo to approve the following resolution:

WHEREAS, the State and Federal Energy Office are promoting a “Rebuild America” program in an effort to reduce air emissions by

enhancing building energy efficiency and performance; and

WHEREAS, on February 15, 2006, the Rhode Island Airport Corporation (RIAC) Board of Directors approved, and RIAC entered into, a Professional Services Agreement (PSA) with ConEdison to perform an Investment Grade Audit (IGA) for a potential Energy Saving Performance Contract (ESPC); and

WHEREAS, in June 2007, the RIAC Board authorized an amendment of the PSA to include the completion of an IGA for Cogeneration at T. F. Green Airport; and

WHEREAS, RIAC staff reviewed the results of the IGA for Cogeneration and decided not to include this option as an Energy Conservation Measure (ECM) primarily based on its estimated cost of \$8.8 million and a projected payback period of approximately 30 years; and

WHEREAS, the recently completed IGA provides a fixed fee cost structure, guaranteed amount of annual energy savings and engineering design documentation detailing the equipment to be installed; and

WHEREAS, RIAC staff and its consultant Celtic Energy have reviewed the IGA and related documents and find that sufficient energy and cost savings will be realized to justify moving forward with the ESPC;

and

WHEREAS, this project is included in RIAC's approved Fiscal Year 2009 Capital Improvement Program (CIP) budget funded by \$5,000,000 of the 2008 Series General Airport Revenue Bonds and rebates from utility companies for the purchase and installation of certain capital equipment; and

WHEREAS, the ESPC will include an annual Long Term Service Agreement (LTSA), under which ConEdison will perform operations and maintenance oversight services, metering and verification and provide RIAC with periodic reports on the performance of the systems installed; and

WHEREAS, the annual fee for the LTSA services ranges from \$47,983 to \$66,421 resulting in total potential fees of \$680,988 over the 12-year contract period; and

WHEREAS, the guaranteed utility savings from the ECMs identified as part of this project are estimated to cover the annual costs of the LTSA, debt service and pay off the remaining principal balance on the bonds associated with this project in 12 years.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Committee hereby authorizes the President and CEO, or his

designee, to enter into an Energy Saving Performance Contract (ESPC) with ConEdison Solutions based on the results of the recently completed Investment Grade Audit (IGA) at T. F. Green Airport. Capital costs of this contract will be funded in an amount not-to-exceed \$5,000,000 of the 2008 Series General Airport Revenue Bonds and the rebates obtained from utility companies for the purchase and installation of certain capital equipment. This contract will also incorporate fees associated with the Long Term Service Agreement not-to-exceed \$680,988 over the 12-year contract term, subject to Board approval.

The motion was passed unanimously.

(g) Consideration of and Action Upon Proposed Acquisition of Certain Property Adjacent to T. F. Green Airport.

Mr. Dillon gave an overview of the acquisition. The recommendation is that the Committee authorize the President and CEO, or his designee, to execute a Purchase and Sales Agreement with 1910 Post Road, LLC, for the purchase of certain property located at 1910 Post Road, Warwick, Rhode Island, subject to Board approval.

A motion was made by Mr. Sangster and seconded by Mr. Cianciolo to approve the following resolution:

WHEREAS, the Rhode Island Airport Corporation (RIAC) is a public

corporation organized as a subsidiary of the Rhode Island Economic Development Corporation (RIEDC), a public corporation, governmental agency and public instrumentality of the state of Rhode Island; and

WHEREAS, through a certain Lease and Operating Agreement with the State of Rhode Island dated June 25, 1993, as amended, RIAC maintains and operates T. F. Green Airport in Warwick, Rhode Island; and

WHEREAS, 1910 Post Road, LLC (Seller) wishes to sell and RIAC wishes to purchase certain property located at 1910 Post Road and identified by the Warwick Tax Assessor to be Plat 322, Lot 343 (Property); and

WHEREAS, the approved Fiscal Year 2009 Capital Improvement Program (CIP) budget includes \$4 million in 2008 Airport Revenue Bond Funds for commercial land acquisition surrounding T. F. Green Airport; and

WHEREAS, the \$1,685,000 purchase price of the Property is appropriate based on the results of an appraisal by an independent appraiser conducted by the Seller and RIAC; and

WHEREAS, the purchase will funded with 2008 Airport Revenue Bonds.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Committee authorizes the President and CEO, or his designee, to execute a Purchase and Sales Agreement with 1910 Post Road, LLC containing a purchase price not-to-exceed \$1,685,000 and other terms and conditions as prepared by RIAC's General Counsel for purchase of certain property located at 1910 Post Road, Warwick, RI and identified by the Warwick Tax Assessor to be Plat 322, Lot 343, subject to Board approval.

The motion was passed unanimously.

(h) Consideration of and Action Upon Approval of an Agreement to Provide Parking Access and Revenue Control System at T. F. Green Airport.

Mr. Dillon gave an overview of the agreement and explained the process for the selection of the vendor. Mr. Dillon provided specific responses to several issues raised by Mr. Vennell in the Open Forum. Discussion focused on the selection criteria and the terms of the agreement. The recommendation is that the Committee authorize the President and CEO, or his designee, to execute an Agreement with Scheidt & Bachmann USA, Inc., to provide a Parking Access and Revenue Control System (including License Plate Recognition and Automatic Vehicle Identification) for all public parking facilities and

the commercial curb at T. F. Green Airport, subject to Board approval.

A motion was made by Mr. Sangster and seconded by Mr. Cianciolo to approve the following resolution:

WHEREAS, the Rhode Island Airport Corporation (RIAC) is responsible for the maintenance and operation of airport facilities at T. F. Green Airport; and

WHEREAS, in June 2007, the Board of Directors authorized the President and CEO, or his designee, to negotiate and execute a Parking Management Agreement (PMA) with Standard Parking (Standard) to provide Professional Parking Management Services at T. F. Green Airport; and

WHEREAS, RIAC, in conjunction with Standard, issued a Request for Proposals (RFP) in January 2008 and as a result of the selection process selected Scheidt & Bachmann USA, Inc. (Scheidt & Bachmann) to provide revenue control equipment to RIAC; and

WHEREAS, on March 19, 2008, the Board of Directors approved the selection and authorized RIAC staff to negotiate an Agreement with Scheidt & Bachman to provide a Parking Access and Revenue Control System for all public parking facilities at T. F. Green Airport including a final scope and budget for this project; and

WHEREAS, since March, RIAC staff, Standard Parking and Scheidt & Bachmann have cooperatively developed a final scope of the project that meets the needs of the airport and fits within the approved Fiscal Year 2009 budget; and

WHEREAS, the Parking Access and Revenue Control System project will provide all required civil work, equipment purchase and installation, signage and software to implement a modern parking system including automated pay options, license plate recognition capabilities for RIAC's three parking garages and two surface lots and automated vehicle identification system for the commercial curb; and

WHEREAS, the scope of work to be included in the Agreement results in a total project cost of \$2,169,741; and

WHEREAS, the approved FY 2009 Capital Improvement Program (CIP) budget includes \$2,300,000 for this project funded from existing bond proceeds.

WHEREAS, approval of the agreement is dependent on the inclusion of an indemnity clause acceptable to both parties.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the President and CEO, or his designee, is authorized to

execute an Agreement with Scheidt & Bachmann USA, Inc. to provide a Parking Access and Revenue Control System (including License Plate Recognition and Automatic Vehicle Identification) for all public parking facilities and the commercial curb at the T. F. Green Airport in an amount not-to-exceed \$2,169,741, subject to Board approval.

The motion was passed unanimously.

(i) Consideration of and Action Upon Approval to Enter into a Reimbursable Agreement with the Federal Aviation Administration and Increase the Project Budget for the Draft Environmental Impact Statement at T. F. Green airport.

Mr. Dillon gave an overview of the agreement. The recommendation is that the Committee authorize the President and CEO, or his designee, to execute a Reimbursable Agreement with the Federal Aviation Administration (FAA) and increase the approved Fiscal Year 2009 CIP budget for this project, subject to Board approval.

A motion was made by Mr. Sangster and seconded by Mr. Cianciolo to approve the following resolution:

WHEREAS, the Rhode Island Airport Corporation (RIAC) is in the process of preparing a Draft Environmental Impact Statement (DEIS) for T. F. Green Airport; and

WHEREAS, the Federal Aviation Administration (FAA) requires their personnel assist in the engineering and environmental studies related to the improvements to the Runway 16-34 and Runway 5-23 Runway Safety Areas (RSA) at T. F. Green Airport; and

WHEREAS, the FAA has submitted a Reimbursable Agreement (RA) to RIAC in the amount of \$63,379; and

WHEREAS, this project is included in the approved Fiscal Year 2009 Capital Improvement Program (CIP) budget in the revised amount of \$9,961,409; and

WHEREAS, the approved Fiscal Year 2009 CIP budget for this project will need to be increased to a new total of \$10,024,788; and

WHEREAS, this amendment will initially be funded through the General Purpose Fund; and

WHEREAS, RIAC is pursuing 75% (\$47,534) reimbursement from the FAA and 25% (\$15,845) from Passenger Facility Charges (PFCs) through the completion of future FAA grant and PFC applications.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Committee approves the President and CEO, or his designee, to:

(1) Execute a Reimbursable Agreement with the Federal Aviation Administration in the amount of \$63,379, subject to Board approval; and

(2) Increase the approved Fiscal Year 2009 CIP budget for this project to a new total of \$10,024,788, subject to Board approval.

The motion was passed unanimously.

8. Future Meetings:

There is no meeting scheduled for August 2008. The next Operations and Capital Committee Meeting is scheduled for Wednesday, September 17, 2008 at 3:00 p.m., in the Mary Brennan Board Room, T. F. Green Airport, 2000 Post Road, Warwick, Rhode Island.

9. Adjournment:

Mr. Sangster moved to adjourn at approximately 3:10 p.m. Mr. Cianciolo seconded the motion. The motion was carried by acclamation.

Respectfully submitted,

James C. Forte, Chairman

Rhode Island Airport Corporation

Operations and Capital Committee

ATTENDANCE SHEET

RHODE ISLAND AIRPORT CORPORATION

OPERATIONS AND CAPITAL COMMITTEE MEETING

JULY 28, 2008

NAME	AFFILIATION
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Doug Dansereau	RIAC
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Bruce Wilde	RIAC
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Brian Schattle	RIAC
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Ann Clarke	RIAC
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Patti Goldstein	RIAC
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Alan Andrade	RIAC
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Joe DaSilva	RIAC
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Steve Tibbetts	Landmark Aviation
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Ken Nathanson ConEdison Solutions

John Johnson ConEdison Solutions

Val Mendonca HNTB

Robert Craven Federal Signal

Don Vennell Federal APD

Ron Cicerchia Ristan

**MINUTES OF THE EXECUTIVE SESSION
OF THE RHODE ISLAND AIRPORT CORPORATION
OPERATIONS AND CAPITAL COMMITTEE
ON JULY 28, 2008**

1. At approximately 2:33 p.m., a motion was made by Mr. Sangster and seconded by Mr. Forte to go into Executive Session. By roll call vote the motion was passed unanimously.

2. Committee Members and Corporation Personnel discussed potential litigation in relation to two non-public matters. The first matter related to a potential claim involving a procurement process. RIAC staff had anticipated an Open Forum statement from the

complainant prior to the Executive Session. Mr. Frazier provided an overview of his legal review and advice. RIAC staff confirmed that the ultimate contract with the prevailing party would include all appropriate contractual clauses.

3. Committee Members and Corporation Personnel discussed the second non-public potential litigation matter, the resolution of which was subsequently presented in Open Session.

At approximately 2:47 p.m., a motion was made by Mr. Sangster and seconded by Mr. Forte to reconvene to the Open Session. The motion was passed unanimously.